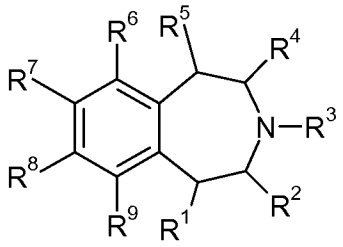
Amendments to the Claims

1. (Currently Amended) A compound of Formula I:



I

where:

R^1 is hydrogen~~, fluoro, or (C_1-C_3)alkyl~~;

R^2, R^3, and R^4 are each ~~independently~~ hydrogen~~, methyl, or ethyl~~;

R^5 is hydrogen~~, fluoro, methyl, or ethyl~~;

R^6 is ~~-C≡C-R^{10}, -O-R^{12}, -S-R^{14}, or~~ -$NR^{24}R^{25}$;

R^7 is ~~hydrogen,~~ halo, cyano, or CF_3 ~~(C_1-C_6)alkyl optionally substituted with 1 to 6 fluoro substituents, (C_2-C_6)alkenyl optionally substituted with 1 to 6 fluoro substituents, (C_3-C_7)cycloalkyl, (C_1-C_6)alkoxy optionally substituted with 1 to 6 fluoro substituents, (C_1-C_6)alkylthio optionally substituted with 1 to 6 fluoro substituents, Ph^1-(C_0-C_3)alkyl, Ph^1-(C_0-C_3)alkyl-O-, or Ph^1-(C_0-C_3)alkyl-S-~~;

R^8 is hydrogen~~, halo, cyano, or -SCF_3~~;

R^9 is hydrogen;

~~R^{10} is -CF_3, ethyl substituted with 1 to 5 fluoro substitutents, (C_3-C_6) alkyl optionally substituted with 1 to 6 fluoro substituents, (C_3-C_7)cycloalkyl(C_0-C_3)alkyl, Ar^1-(C_0-C_3)alkyl, Ph^1-(C_0-C_3)alkyl, or 3-(C_1-C_4)alkyl-2-oxo-imidazolidin-1-yl-(C_1-C_3)alkyl;~~

~~R^{12} is Ph^2-(C_1-C_3)alkyl, Ar^2-(C_1-C_3)alkyl, (C_1-C_6)alkyl-S-(C_2-C_6)alkyl, (C_3-C_7)cycloalkyl-S-(C_2-C_6)alkyl, phenyl-S-(C_2-C_6)alkyl, Ph^2-S-(C_2-C_6)alkyl, phenylcarbonyl-(C_1-C_3)alkyl, Ph^2-C(O)-(C_1-C_3)alkyl, (C_1-C_6)alkoxycarbonyl(C_2-C_6)alkyl, (C_3-C_7)cycloalkyl-OC(O)-(C_2-C_6)alkyl, phenyloxycarbonyl-(C_2-C_6)alkyl, Ph^2-OC(O)-(C_2-C_6)alkyl, Ar^2-OC(O)-(C_2-C_6)alkyl, (C_3-C_7)cycloalkyl-NH-C(O)-(C_2-C_4)alkyl-, Ph^1-NH-C(O)-(C_2-C_4)alkyl-, Ar^2-NH-C(O)-(C_2-C_4)alkyl-, or R^{13}-C(O)NH-(C_2-C_4)alkyl;~~

~~R^{13} is (C_3-C_7)cycloalkyl(C_0-C_3)alkyl, Ph^1, Ar^2, or (C_1-C_3)alkoxy optionally substituted with 1 to 6 fluoro substituents, Ph^1-NH- or N-linked Het^1;~~

R^{14} is Ar^2 which is not N-linked to the sulfur atom, Ph^2, R^{15}-L-, tetrahydrofuranyl, tetrahydropyranyl, or phenyl-methyl substituted on the methyl moiety with a substituent selected from the group consisting of (C_1-C_3) *n*-alkyl substituted with hydroxy, (C_1-C_3)alkyl-O-(C_1-C_2) *n*-alkyl, (C_1-C_3)alkyl-C(O)-(C_0-C_2) *n*-alkyl, and (C_1-C_3)alkyl-O-C(O)-(C_0-C_2)-*n*-alkyl,

wherein when R^{14} is Ph^2 or Ar^2, wherein Ar^2 is pyridyl, then R^{14} may also, optionally be substituted with phenyl-CH=CH- or phenyl-C≡C-,

said phenyl-CH=CH- or phenyl-C≡C- being optionally further substituted with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents, and (C_1-C_6)alkoxy optionally further substituted with 1 to 6 fluoro substituents, and

wherein when Ar^2 is pyridyl, the pyridyl may alternatively, optionally be substituted with $R^{28}R^{29}N$-C(O)-, and optionally further substituted with one methyl, $-CF_3$, cyano, or $-SCF_3$ substituent, or with 1 to 2 halo substituents, and

wherein the tetrahydrofuranyl and tetrahydropyranyl may optionally be substituted with an oxo substituent, or with one or two groups independently selected from methyl and $-CF_3$;

R^{15} is $-OR^{16}$, cyano, $-SCF_3$, Ph^2, Ar^2, quinolinyl, isoquinolinyl, cinnolinyl, quinazolinyl, phthalimido, benzothiophenyl optionally substituted at the 2-position with phenyl or benzyl, benzothiazolyl optionally substituted at the 2-position with phenyl or benzyl, benzothiadiazolyl optionally substituted with phenyl or benzyl, 2-oxo-dihydroindol-1-yl optionally substituted at the 3-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents, 2-oxo-dihydroindol-5-yl optionally substituted at the 3-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents, 2-oxo-imidazolidin-1-yl optionally substituted at the 3-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents,

2-oxo-tetrahydropyrimidinyl optionally substituted at the 3- or 4-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents,

2-oxo-tetrahydroquinolin-1-yl optionally substituted at the 3-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents,

2-oxo-dihydrobenzimidazol-1-yl optionally substituted at the 3-position with gem-dimethyl or (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents, $-NR^{17}R^{18}$;

-C(O)R^{22}, or a saturated heterocyle selected from the group consisting of pyrrolidinyl, piperidinyl, morpholinyl, and thiomorpholinyl, tetrahydrofuranyl, and tetrahydropyranyl,

wherein Ph^2 and Ar^2 when Ar^2 is pyridyl, may also optionally be substituted with phenyl-CH=CH- or phenyl-C≡C-,

said phenyl-CH=CH- and phenyl-C≡C- being optionally further substituted on the phenyl moiety with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, (C_1-C_6)alkyl optionally further substituted with 1 to 6 fluoro substituents, and (C_1-C_6)alkoxy optionally further substituted with 1 to 6 fluoro substituents, and

wherein Ar^2 may alternatively, optionally be substituted with a substituent selected from the group consisting of (C_3-C_7)cycloalkyl-(C_0-C_3)alkyl, Het^1-(C_0-C_3)alkyl, pyridyl-(C_0-C_3)alkyl, and phenyl-(C_0-C_3)alkyl, and optionally further substituted with one methyl, $-CF_3$, cyano, or $-SCF_3$ substituent, or with 1 to 2 halo substituents,

said pyridyl-(C_0-C_3)alkyl and phenyl-(C_0-C_3)alkyl optionally being further substituted with 1-3 substituents independently selected from halo, $-CH_3$, $-OCH_3$, $-CF_3$, $-OCF_3$, -CN, and $-SCF_3$, and

wherein when Ar^2 is pyridyl, the pyridyl may alternatively, optionally be substituted with $R^{28}R^{29}$N-C(O)-, or (C_1-C_6)alkyl-C(O)- optionally substituted with 1 to 6 fluoro substituents, and may be optionally further substituted with one methyl, $-CF_3$, cyano, or $-SCF_3$ substituent, or with 1 to 2 halo substituents, and

wherein when Ar^2 is thiazolyl, the thiazolyl may alternatively, optionally be substituted with (C_3-C_7)cycloalkyl-(C_0-C_3)alkyl-NH-, and

wherein the pyrrolidinyl, piperidinyl, morpholinyl, and thiomorpholinyl is substituted with oxo- on a carbon atom adjacent to the ring nitrogen atom, or is N-substituted with a substituent selected from the group consisting of (C_1-C_6)alkylcarbonyl, (C_1-C_6)alkylsulfonyl, (C_3-C_7)cycloalkyl(C_0-C_3)alkyl-C(O)-, (C_3-C_7)cycloalkyl(C_0-C_3)alkyl-$S(O)_2$-, Ph^1-(C_0-C_3)alkyl-C(O)-, and Ph^1-(C_0-C_3)alkyl-$S(O)_2$-, and

may optionally be further substituted with 1 or 2 methyl or $-CF_3$ substituents, and when oxo-subsituted, may optionally be further N-substituted with a substituent selected from the group consisting of

~~$(C_1$-$C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl, and Ph^1-$(C_0$-$C_3)$alkyl, and~~

~~wherein tetrahydrofuranyl and tetrahydropyranyl may optionally be substituted with an oxo substituent, and/or with one or two groups independently selected from methyl and $-CF_3$;~~

~~L is branched or unbranched $(C_1$-$C_6)$alkylene, except when R^{15} is $-NR^{17}R^{18}$ or Ar^2-N-linked to L, in which case L is branched or unbranched $(C_2$-$C_6)$alkylene, and when L is methylene or ethylene, L may optionally be substituted with gem-ethano or with 1 to 2 fluoro substituents, and when R^{15} is Ph^2, Ar^2, or a saturated heterocycle, L may alternatively, optionally be substituted with a substituent selected from the group consisting of hydroxy, cyano, $-SCF_3$, $(C_1$-$C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents, $(C_1$-$C_6)$alkoxycarbonyl optionally further substituted with 1 to 6 fluoro substituents, $(C_1$-$C_6)$alkylcarbonyloxy optionally further substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl-O-, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl-O-C(O)-, and $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl-C(O)-O-;~~

~~R^{16} is hydrogen, $(C_1$-$C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_1$-$C_6)$alkylcarbonyl, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl-C(O)-, Ph^1-$(C_0$-$C_3)$alkyl, Ph^1-$(C_0$-$C_3)$alkyl-C(O)-, Ar^2-$(C_0$-$C_3)$alkyl, or Ar^2-$(C_0$-$C_3)$alkyl-C(O)-,~~

~~R^{17} is $(C_1$-$C_4)$alkyl optionally substituted with 1 to 6 fluoro substituents, *t*-butylsulfonyl, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl-C(O)-, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl-sulfonyl, Ph^1-$(C_0$-$C_3)$alkyl, Ph^1-$(C_0$-$C_3)$alkyl-C(O)-, Ph^1-$(C_0$-$C_3)$alkylsulfonyl, Ar^2-$(C_0$-$C_3)$alkyl, Ar^2-$(C_0$-$C_3)$alkyl-C(O)-, Ar^2-$(C_0$-$C_3)$alkylsulfonyl, $R^{19}OC(O)$-, or $R^{20}R^{21}NC(O)$-;~~

~~R^{18} is hydrogen or $(C_1$-$C_4)$alkyl optionally substituted with 1 to 6 fluoro substituents, or R^{17} and R^{18}, taken together with the nitrogen atom to which they are attached form Het^1 where Het^1 is substituted with oxo on a carbon atom adjacent to the ring nitrogen atom, or R^{17} and R^{18}, taken together with the nitrogen atom to which they are attached, form an aromatic heterocycle selected from the group consisting of pyrolyl, pyrazolyl, imidazolyl, 1,2,3-triazolyl, and 1,2,4-triazolyl,~~

~~said aromatic heterocycle optionally being substituted with 1 to 2 halo substituents, or substituted with 1 to 2 $(C_1$-$C_4)$alkyl substituents optionally further substituted with 1 to 3 fluoro substituents, or mono-substituted with fluoro, nitro, cyano, $-SCF_3$, or $(C_1$-$C_4)$alkoxy optionally further substituted with 1 to 3 fluoro substituents, and~~

~~optionally further substituted with a $(C_1$-$C_4)$alkyl substituent optionally further substituted with 1 to 3 fluoro substituents;~~

~~R^{19} is $(C_1$-$C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl, Ar^2-$(C_0$-$C_3)$alkyl, or Ph^1-$(C_0$-$C_3)$alkyl,~~

~~R^{20} is $(C_1$-$C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl, Ar^2-$(C_0$-$C_3)$alkyl, or Ph^1-$(C_0$-$C_3)$alkyl,~~

~~R^{21} is hydrogen or $(C_1$-$C_4)$alkyl optionally substituted with 1 to 6 fluoro substituents, or R^{20} and R^{21}, taken together with the nitrogen atom to which they are attached, form Het^1;~~

~~R^{22} is $(C_1$-$C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl, R^{23}-O-, Ph^1-$(C_0$-$C_3)$alkyl, Ar^2-$(C_0$-$C_3)$alkyl, or $R^{32}R^{33}N$-;~~

~~R^{23} is $(C_1$-$C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl-$(C_0$-$C_3)$alkyl, Ph^1-$(C_0$-$C_3)$alkyl, or Ar^2-$(C_0$-$C_3)$alkyl;~~

R^{24} is $(C_1$-$C_6)$alkoxy$(C_2$-$C_5)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_1$-$C_6)$alkylthio$(C_2$-$C_5)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_1)$alkyl-O-$(C_1$-$C_5)$alkyl, $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_1)$alkyl-S-$(C_1$-$C_5)$alkyl, phenyl$(C_1$-$C_3)$ *n*-alkyl, Ph^2-$(C_1$-$C_3)$-*n*-alkyl, $Ar^2(C_0$-$C_3)$ *n*-alkyl, phenyl$(C_0$-$C_1)$alkyl-O-$(C_1$-$C_5)$alkyl, phenyl$(C_0$-$C_1)$alkyl-S-$(C_1$-$C_5)$alkyl, Ph^1-$(C_0$-$C_1)$alkyl-C(O)NH-$(C_2$-$C_4)$alkyl, Ph^1-$(C_0$-$C_1)$alkyl-NH-C(O)NH-$(C_2$-$C_4)$alkyl, pyridyl-$(C_0$-$C_1)$alkyl-C(O)NH-$(C_2$-$C_4)$alkyl, pyridyl-$(C_0$-$C_1)$alkyl-NH-C(O)NH-$(C_2$-$C_4)$alkyl, or $Ar^3(C_1$-$C_2)$alkyl,

where Ar^3 is a bi-cyclic moiety selected from a group consisting of indanyl, indolyl, dihydrobenzofuranyl, benzofuranyl, benzothiophenyl, benzoxazolyl, benzothiazolyl, benzo[1,3]dioxolyl, naphthyl, dihydrobenzopyranyl, quinolinyl, isoquinolinyl, and benzo[1,2,3]thiadiazolyl,

said Ar^3 optionally being substituted with $(C_1$-$C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, phenyl$(C_0$-$C_1)$alkyl optionally further substituted with 1 to 6 fluoro substituents, or substituted with $(C_3$-$C_7)$cycloalkyl$(C_0$-$C_3)$alkyl, or substituted with 1-3 substituents independently selected from the group consisting of halo, oxo, methyl, and $-CF_3$,

said phenyl$(C_1$-$C_3)$ *n*-alkyl, Ph^2-$(C_1$-$C_3)$ *n*-alkyl, or $Ar^2(C_0$-$C_3)$ *n*-alkyl optionally being substituted on the *n*-alkyl moiety when present with $(C_1$-$C_3)$alkyl, dimethyl, gem-ethano, 1 to 2 fluoro substituents, or $(C_1$-$C_6)$alkyl-C(O)-,

said $Ar^2(C_0\text{-}C_3)$ *n*-alkyl being alternatively optionally substituted with a substituent selected from the group consisting of $(C_3\text{-}C_7)$cycloalkyl-$(C_0\text{-}C_3)$alkyl, Het^1-$(C_0\text{-}C_3)$alkyl, pyridyl-$(C_0\text{-}C_3)$alkyl, phenyl-$(C_0\text{-}C_3)$alkyl, pyridyl-$(C_0\text{-}C_3)$alkyl-NH-, phenyl-$(C_0\text{-}C_3)$alkyl-NH-, $(C_1\text{-}C_6)$alkyl-S-, and $(C_3\text{-}C_7)$cycloalkyl-$(C_0\text{-}C_3)$alkyl-S-, and optionally further substituted with one methyl, $-CF_3$, cyano, or $-SCF_3$ substituent, or with 1 to 2 halo substituents,

said pyridyl-$(C_0\text{-}C_3)$alkyl and phenyl-$(C_0\text{-}C_3)$alkyl optionally being further substituted with 1-3 substituents independently selected from halo, $-CH_3$, $-OCH_3$, $-CF_3$, $-OCF_3$, -CN, and $-SCF_3$, and

said Ph^2-$(C_1\text{-}C_3)$ *n*-alkyl and $Ar^2(C_0\text{-}C_3)$ *n*-alkyl where Ar^2 is pyridyl, also optionally being substituted on the phenyl or Ar^2 moiety, respectively, with phenyl-CH=CH- or phenyl-C≡C-,

said phenyl-CH=CH- or phenyl-C≡C- being optionally further substituted with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, $(C_1\text{-}C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and $(C_1\text{-}C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents, and

said $Ar^2(C_0\text{-}C_3)$ *n*-alkyl where Ar^2 is pyridyl, alternatively, optionally being substituted with $(C_1\text{-}C_6)$alkyl-C(O)- or $R^{28}R^{29}$N-C(O)-, and optionally further substituted with one methyl, $-CF_3$, cyano, or $-SCF_3$ substituent, or with 1 to 2 halo substituents,

said phenyl$(C_0\text{-}C_1)$alkyl-O-$(C_1\text{-}C_5)$alkyl, or phenyl$(C_0\text{-}C_1)$alkyl-S-$(C_1\text{-}C_5)$alkyl optionally being substituted on the phenyl moiety with $(C_1\text{-}C_2)$-$S(O)_2$-, or with 1 to 5 independently selected halo substituents, or with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, $(C_1\text{-}C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and $(C_1\text{-}C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents, and

said pyridyl-$(C_0\text{-}C_1)$alkyl-C(O)NH-$(C_2\text{-}C_4)$alkyl and pyridyl-$(C_0\text{-}C_1)$alkyl-NH-C(O)NH-$(C_2\text{-}C_4)$alkyl optionally being substituted on the pyridyl moiety with methyl, $-CF_3$, or 1 to 3 halo substituents;

R^{25} is hydrogen, $(C_1\text{-}C_3)$alkyl optionally substituted with 1 to 6 fluoro substituents, or allyl;

R^{26} is hydrogen, $(C_1\text{-}C_4)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl, Ph^1-$(C_0\text{-}C_3)$alkyl, or Het^2-$(C_0\text{-}C_3)$alkyl;

R^{27} is hydrogen or $(C_1\text{-}C_4)$alkyl optionally substituted with 1 to 6 fluoro substituents, or R^{26} and R^{27}, taken together with the nitrogen atom to which they are attached, form Het^1;

R^{28} is $(C_1\text{-}C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3\text{-}C_7)$cycloalkyl-$(C_0\text{-}C_3)$alkyl, tetrahydropyran-3-yl$(C_0\text{-}C_3)$alkyl, tetrahydropyran-4-yl$(C_0\text{-}C_3)$alkyl, tetrahydrofuranyl$(C_0\text{-}C_3)$alkyl, Ph^1-$(C_0\text{-}C_2)$ *n*-alkyl, or Ar^2-$(C_0\text{-}C_2)$ *n*-alkyl,

said Ph^1-$(C_0\text{-}C_2)$ *n*-alkyl and Ar^2-$(C_0\text{-}C_2)$ *n*-alkyl optionally being substituted on the alkyl moiety when present with $(C_1\text{-}C_3)$alkyl, dimethyl, or gem-ethano;

R^{29} is hydrogen or $(C_1\text{-}C_3)$alkyl;

R^{30} is hydrogen, $(C_1\text{-}C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl, Ph^1-$(C_0\text{-}C_3)$alkyl, or $Ar^2(C_0\text{-}C_3)$alkyl,

R^{31} is hydrogen or $(C_1\text{-}C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, or R^{30} and R^{31}, taken together with the nitrogen atom to which they are attached, form Het^1,

said Het^1 also optionally being substituted with phenyl optionally further substituted with 1 to 3 halo substituents;

~~R^{32} and R^{33} are each independently hydrogen or $(C_1\text{-}C_6)$alkyl optionally substituted with 1 to 6 fluoro substituents, or R^{32} and R^{33}, taken together with the nitrogen atom to which they are attached, form Het^1, or R^{32} is $Ph^1(C_0\text{-}C_1)$alkyl provided that R^{33} is hydrogen;~~

~~Ar^1 is an aromatic heterocycle substituent selected from the group consisting of furanyl, thiophenyl, thiazolyl, oxazolyl, isoxazolyl, pyridyl, and pyridazinyl, any of which may optionally be substituted with 1 to 3 substituents independently selected from the group consisting of halo, $(C_1\text{-}C_3)$alkyl, $(C_1\text{-}C_3)$alkoxy, $-CF_3$, $-O\text{-}CF_3$, nitro, cyano, and trifluoromethylthio;~~

Ar^2 is an aromatic heterocycle substituent selected from the group consisting of pyrrolyl, pyrazolyl, imidazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, furanyl, oxazolyl, isoxazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,3,4-oxadiazolyl, thiophenyl, thiazolyl, isothiazolyl, 1,2,3-thiadiazolyl, 1,3,4-thiadiazolyl, pyridyl, pyridazinyl, and benzimidazolyl, any of which may optionally be substituted with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, $(C_1\text{-}C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and $(C_1\text{-}C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents, and wherein pyridyl and pyridazinyl may also optionally be substituted with $(C_1\text{-}C_6)$alkylamino optionally further substituted with 1 to 6 fluoro substituents, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl, or $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-amino;

Het^1 is a saturated, nitrogen-containing heterocycle substituent selected from the group consisting of azetidinyl, pyrrolidinyl, piperidinyl, homopiperidinyl, morpholinyl, thiomorpholinyl, homomorpholinyl, and homothiomorpholinyl, any of which may optionally be substituted with $(C_1\text{-}C_6)$alkyl or with 2 methyl substituents;

Het^2 is a saturated, oxygen-containing heterocycle substituent selected from the group consisting of tetrahydrofuranyl, tetrahydropyranyl, and oxepinyl, any of which may optionally be substituted with $(C_1\text{-}C_6)$alkyl or with 2 methyl substituents;

Ph^1 is phenyl optionally substituted with 1 to 5 independently selected halo substituents, or with 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, $(C_1\text{-}C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and $(C_1\text{-}C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents;

Ph^2 is phenyl substituted with:

a) 1 to 5 independently selected halo substituents; or

b) 1 to 3 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, nitro, hydroxy, $(C_1\text{-}C_6)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and $(C_1\text{-}C_6)$alkoxy optionally further substituted with 1 to 6 fluoro substituents; or

c) 0, 1, or 2 substituents independently selected from the group consisting of halo, cyano, $-SCF_3$, methyl, $-CF_3$, methoxy, $-OCF_3$, nitro, and hydroxy, together with one substituent selected from the group consisting of

i) $(C_1\text{-}C_{10})$alkyl optionally further substituted with 1 to 6 fluoro substituents or mono-substituted with hydroxy, $(C_1\text{-}C_6)$alkoxy, $(C_1\text{-}C_6)$alkyl-C(O)-, $(C_1\text{-}C_6)$alkyl-S(O)-, $(C_1\text{-}C_6)$alkyl-$S(O)_2$-, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyloxy, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-S(O)-, $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-$S(O)_2$-, Het^2-$(C_0\text{-}C_3)$alkyloxy, Het^2-$(C_0\text{-}C_3)$alkyl-S(O), Het^2-$(C_0\text{-}C_3)$alkyl-$S(O)_2$, Ph^1-$(C_0\text{-}C_3)$alkyloxy, Ph^1-$(C_0\text{-}C_3)$alkyl-S(O)-, Ph^1-$(C_0\text{-}C_3)$alkyl-$S(O)_2$-,

ii) $C_1\text{-}C_{10})$alkoxy-$(C_0\text{-}C_3)$alkyl optionally further substituted with 1 to 6 fluoro substituents, and optionally further substituted with hydroxy,

iii) $(C_1\text{-}C_6)$alkyl-C(O)-$(C_0\text{-}C_3)$alkyl optionally further substituted with 1 to 6 fluoro substituents,

iv) carboxy,

v) $(C_1\text{-}C_6)$alkoxycarbonyl optionally further substituted with 1 to 6 fluoro substituents,

vi) $(C_1\text{-}C_6)$alkyl-C(O)-$(C_0\text{-}C_3)$-O- optionally further substituted with 1 to 6 fluoro substituents,

vii) $(C_1\text{-}C_6)$alkylthio-$(C_0\text{-}C_3)$alkyl optionally further substituted with 1 to 6 fluoro substituents,

viii) $(C_1\text{-}C_6)$alkylsulfinyl-$(C_0\text{-}C_3)$alkyl optionally further substituted with 1 to 6 fluoro substituents,

ix) $(C_1\text{-}C_6)$alkylsulfonyl-$(C_0\text{-}C_3)$alkyl optionally further substituted with 1 to 6 fluoro substituents,

x) $(C_1\text{-}C_6)$alkylsulfonyl-$(C_0\text{-}C_1)$alkyl-O- optionally further substituted with 1 to 6 fluoro substituents,

xi) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl, optionally further substituted on the cycloalkyl with 1 to 4 substituents selected from methyl and fluoro,

xii) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-O-, optionally further substituted on the cycloalkyl with 1 to 4 substituents selected from methyl and fluoro,

xiii) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-C(O)-,

xiv) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-O-C(O)-,

xv) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-S-$(C_0\text{-}C_3)$alkyl,

xvi) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-S(O)-$(C_0\text{-}C_3)$alkyl,

xvii) $(C_3\text{-}C_7)$cycloalkyl$(C_0\text{-}C_3)$alkyl-$S(O)_2$-$(C_0\text{-}C_3)$alkyl,

xviii) Ph^1-$(C_0\text{-}C_3)$alkyl, optionally substituted on the alkyl moiety with 1 to 2 fluoro substituents,

xix) Ph^1-$(C_0\text{-}C_3)$alkyl-O-, optionally substituted on the alkyl moiety with 1 to 2 fluoro substituents

xx) Ph^1-$(C_0\text{-}C_3)$alkyl-C(O)-,

xxi) Ph^1-$(C_0\text{-}C_3)$alkyl-O-C(O)-,

xxii) Ph^1-$(C_0\text{-}C_3)$alkyl-C(O)-$(C_0\text{-}C_3)$alkyl-O-,

xxiii) Ph^1-$(C_0\text{-}C_3)$alkylthio,

xxiv) Ph^1-$(C_0\text{-}C_3)$alkylsulfinyl,

xxv) Ph^1-$(C_0\text{-}C_3)$alkylsulfonyl,

xxvi) $Ar^2(C_0\text{-}C_3)$alkyl,

xxvii) $Ar^2(C_0\text{-}C_3)$alkyl-O-

xxviii) Ar^2-$(C_0\text{-}C_3)$alkyl-S-,

xxix) $Ar^2(C_0\text{-}C_3)$alkyl-C(O)-,

xxx) $Ar^2(C_0\text{-}C_3)$alkyl-C(S)-,

xxxi) Ar^2-$(C_0\text{-}C_3)$alkylsulfinyl,

xxxii) Ar^2-$(C_0\text{-}C_3)$alkylsulfonyl,

xxxiii) $Het^1(C_0\text{-}C_3)$alkyl-C(O)- optionally substituted on the Het^1 moiety with Ph^1,

xxxiv) $Het^1(C_0\text{-}C_3)$alkyl-C(S)- optionally substituted on the Het^1 moiety with Ph^1,

xxxv) N-linked Het^1-C(O)-$(C_0\text{-}C_3)$alkyl-O-,

xxxvi) Het^2-$(C_0\text{-}C_3)$alkyl,

xxxvii) Het^2-$(C_0\text{-}C_3)$alkyloxy,

xxxviii) Het^2-$(C_0\text{-}C_3)$alkyl-S-,

xxxix) Het^2-$(C_0\text{-}C_3)$alkyl-NH-,

xl) $R^{26}R^{27}N$-,

xli) $R^{28}R^{29}$-N-$(C_1\text{-}C_3)$alkoxy,

xlii) $R^{28}R^{29}N$-C(O)-,

xliii) $R^{28}R^{29}N$-C(O)-$(C_1\text{-}C_3)$alkyl-O-,

xliv) $R^{28}R^{29}N$-C(S)-,

xlv) $R^{30}R^{31}N$-$S(O)_2$-,

xlvi) HON=$C(CH_3)$-, and

xlvii) HON=$C(Ph^1)$-,

or a pharmaceutically acceptable salt thereof~~, subject to the following provisos:~~

~~a) no more than two of R^1, R^2, R^3, R^4, and R^5 may be other than hydrogen;~~

~~b) when R^2 is methyl, then R^1, R^3, R^4, and R^5 are each hydrogen;~~

~~c) when R^3 is methyl, then R^2 and R^4 are each hydrogen~~.

2. (Cancelled)

3. (Previously Presented) A compound according to Claim 1 wherein R^7 is chloro.

4. – 8. (Cancelled)

9. (Cancelled)

10. (Currently Amended) A compound according to Claim ~~9~~ 1 wherein R^{24} is Ph^2-(C_1-C_3) *n*-alkyl-.

11. (Currently Amended) A compound according to Claim ~~9~~ 1 wherein R^{24} is Ar^2-(C_1-C_3) *n*-alkyl-.

12. (Currently Amended) A compound according to Claim ~~9~~ 1 wherein R^{24} is Ph^2-(C_1-C_3) *n*-alkyl- or Ar^2-(C_1-C_3) *n*-alkyl-, and R^{25} is hydrogen.

13. (Cancelled)

14. (Cancelled)

15. (Cancelled)

16. (Previously Presented) A pharmaceutical composition comprising a compound according to Claim 1 as an active ingredient in association with a pharmaceutically acceptable carrier, diluent or excipient.

17. (Cancelled)

18. (Original) A method for the treatment of obesity in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 1.

19. (Original) The method of Claim 18, where the mammal is human.

20. (Previously Presented) A method for the treatment of obsessive compulsive disorder in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 1.

21. (Original) The method of Claim 20, where the mammal is human.

22. (Cancelled)

23. (Cancelled)

24. (Original) A method for the treatment of anxiety in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 1.

25. (Original) The method of Claim 24, where the mammal is human.

26. - 37 (Cancelled)

38. (New) The compound according to Claim 1 which is 7-chloro-6-[4-(*t*-butyl-sulfonylmethyl)-benzylamino]-2,3,4,5-tetrahydro-1*H*-benzo[*d*]azepine or a pharmaceutically acceptable salt thereof.

39. (New) A pharmaceutical composition comprising a compound according to Claim 38 as an active ingredient in association with a pharmaceutically acceptable carrier, diluent or excipient.

40. (New) A method for the treatment of obesity in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 38.

41. (New) The method of Claim 40, where the mammal is human.

42. (New) A method for the treatment of obsessive compulsive disorder in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 38.

43. (New) The method of Claim 42, where the mammal is human.

44. (New) A method for the treatment of depression in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 38.

45. (New) The method of Claim 44, where the mammal is human.

46. (New) A method for the treatment of anxiety in mammals, comprising administering to a mammal in need of such treatment an effective amount of a compound according to Claim 38.

47. (New) The method of Claim 46, where the mammal is human.